



Southern Pacific Lines

Southern Pacific Building • One Market Plaza • San Francisco, California 94105

(415) 541-1757 • Facsimile (415) 495-5436

RECORDATION NO. **10394-L** FILED 1425

Lenona Young
Paralegal

JUN 13 1994 3 40 PM
Law Department

INTERSTATE COMMERCE COMMISSION

June 10, 1994

Mr. Sidney L. Strickland, Jr.
Secretary
Interstate Commerce Commission
Twelfth Street & Constitution Avenue, N.W.
Washington, D.C. 20423

0100263087

RE: I.C.C. Finance Docket No. 29023 --
St. Louis Southwestern Railway Company
Equipment Trust Agreement, Series H

Dear Mr. Strickland:

Enclosed are an original and four counterparts of a document described below, to be recorded pursuant to the provisions of 49 U.S.C. Section 11303.

The document is a Declaration of Full Payment dated as of May 31, 1994. The document is a secondary document, as defined in the Commission's Rules for the Recordation of Documents, 49 C.F.R. Section 1177.

The primary document to which the document is in connection with is recorded under Recordation No. 10394. We request that this document be recorded under Recordation No. 10394-L.

The names and addresses of the parties to the Declaration of Full Payment are as follows:

Trustee: CoreStates Bank, N.A.
(formerly First Pennsylvania Bank, N.A.)
510 Walnut Street
Philadelphia, Pennsylvania 19106

Lessee: St. Louis Southwestern Railway Company
Southern Pacific Building
One Market Plaza
San Francisco, California 94105

A fee of \$18 is enclosed. Please return the four counterparts of the Declaration of Full Payment evidencing the recordation data thereon to the undersigned.

RECEIVED
OFFICE OF THE
SECRETARY
JUN 13 3 32 PM '94
LICENSING BRANCH

Mr. Sidney L. Strickland, Jr.
June 10, 1994
Page Two

A short summary of the enclosed document to appear in the Commission's index is:

Declaration of Full Payment dated as of May 31, 1994, between St. Louis Southwestern Railway Company, as Lessee, Southern Pacific Building, One Market Plaza, San Francisco, CA 94105, and CoreStates Bank, N.A., as Trustee, 510 Walnut Street, Philadelphia, PA 19106, covering all railroad equipment described in or covered by the Equipment Trust Agreement dated as of May 15, 1979, as supplemented.

Very truly yours,

Lenora Young

Enclosures

Interstate Commerce Commission
Washington, D.C. 20423

OFFICE OF THE SECRETARY

June 20, 1994

LENONA YOUNG
SOUTHERN PACIFIC LINES
SOUTHERN PACIFIC BUILDING
ONE MARKET PLAZA
SAN FRANCISCO CA 94105

Dear Ms. Young:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 6/13/94 at 3:40PM , and assigned recordation number(s). 10394-L.

Sincerely yours,


Sidney L. Strickland, Jr.
Secretary

RECORDATION NO. 10394-2 FILED 1425

JUN 13 1994 - 3 40 PM

INTERSTATE COMMERCE COMMISSION

ST. LOUIS SOUTHWESTERN RAILWAY COMPANY

EQUIPMENT TRUST

SERIES H

EQUIPMENT TRUST AGREEMENT

Dated as of May 15, 1979

DECLARATION OF FULL PAYMENT

**ST. LOUIS SOUTHWESTERN RAILWAY COMPANY
EQUIPMENT TRUST, SERIES H**

Equipment Trust Agreement Dated as of May 15, 1979

DECLARATION OF FULL PAYMENT

CoreStates Bank, N.A. (formerly known as First Pennsylvania Bank, N.A., herein called the "Trustee"), Trustee under that certain Equipment Trust Agreement dated as of May 15, 1979, as supplemented, between the Trustee and St. Louis Southwestern Railway Company, pursuant to which was created and constituted "St. Louis Southwestern Railway Company Equipment Trust, Series H," does hereby acknowledge and declare that the purchase money for the equipment subject to said Equipment Trust Agreement has been paid in full; that all of the terms and conditions of the said Equipment Trust Agreement, as supplemented, have been performed; that St. Louis Southwestern Railway Company has made all payments and met all charges required by the said Equipment Trust Agreement, as supplemented that all of the interests in St. Louis Southwestern Railway Company Equipment Trust, Series H, and the dividends thereon, have been satisfied, paid and discharged; and the said Equipment Trust Agreement, as supplemented, and the lease by Trustee to St. Louis Southwestern Railway Company of the railroad equipment described therein, have terminated, and the Trustee is now obligated by the said Equipment Trust Agreement to assign and transfer the said railroad equipment to St. Louis Southwestern Railway Company as the absolute property of St. Louis Southwestern Railway Company.

AND it does hereby consent that the record of its title to all the equipment covered by the said Equipment Trust Agreement, as supplemented, be cancelled and discharged, and that this Declaration may be filed or recorded or noted on the margin of the record of the said Equipment Trust Agreement wherever the same may have been filed or recorded.

AND it does hereby constitute and appoint CATHY WIEDECKE to be its attorney for it, and in its name and as and for its corporate act and deed, to acknowledge this instrument, before any person having authority by the laws of the Commonwealth of Pennsylvania or elsewhere to take such acknowledgement, to the intent that the same may be duly recorded.

IN WITNESS WHEREOF, CoreStates Bank, N.A., Trustee as aforesaid, acting in accordance with the terms and conditions of the Equipment Trust Agreement, as supplemented, has caused this Declaration to be signed in its name and its corporate seal to be hereunto affixed, duly attested, as of the 31ST day of May, 1994.

CORESTATES BANK, N.A., Trustee

By CWad
Corporate Trust Officer

ATTEST:

M. W. W. W.
Assistant Vice President

